

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE SMITH BARNEY FUND TRANSFER AGENT LITIGATION	05 Civ. 7583 (WHP) [PROPOSED] ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION
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Upon the Motion of Lori A. Martin, attorney for defendants Smith Barney Fund Management LLC and Citigroup Global Markets Inc., and the sponsor attorney's declaration in support,

IT IS HEREBY ORDERED that

Applicant's Name: David P. Nicolardi
Firm Name: Wilmer Cutler Pickering Hale and Dorr LLP
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is admitted to practice *pro hac vice* as counsel for defendants Smith Barney Fund Management LLC and Citigroup Global Markets Inc., in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. Counsel shall immediately apply for an ECF password at nysd.uscourts.gov.

DATED:

August 9, 2011
New York, New York

[Signature]
United States District Judge